

RECORDATION NO. 27274 FILED

DEC 18 '07 -10 30 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

December 18, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of December 17, 2007, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: General Electric Railcar Services Corporation
161 North Clark Street, 7th Floor
Chicago, IL 60601

[Lessee: South Dakota Soybean Processors, LLC
100 Caspian Ave,
PO Box 500
Volga, SD 57071]

Mr. Vernon A. Williams
December 18, 2007
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A description of the railroad equipment covered by the enclosed document is:

67 railcars within the series DME 96001 - DME 96075 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

DEC 18 '07 -10 30 AM

MEMORANDUM OF LEASE AGREEMENT

SURFACE TRANSPORTATION BOARD

This Memorandum of Lease Agreement dated as of December 17, 2007 is made by General Electric Railcar Services Corporation, a Delaware corporation (the "Lessor").

WITNESSETH:

The Lessor and South Dakota Soybean Processors, LLC (the "Lessee") are parties to that certain Rider No. 16 dated October 1, 2007 (the "Lease Agreement"), which incorporates by reference the terms of that certain Car Leasing Agreement 8105-83-2 dated as of May 14, 1996 between Lessee and Lessor, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad cars listed in Exhibit A hereto.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

GENERAL ELECTRIC RAILCAR
SERVICES CORPORATIONBy: 

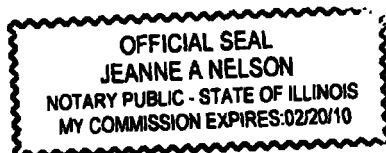
Name: Mark Stefani

Title: Vice President

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this, the 17th day of December, 2007, before me, a Notary Public in and for said County and State, personally appeared Mark Stefani, a Vice President of General Electric Railcar Services Corporation, who acknowledged himself to be a duly authorized officer of General Electric Railcar Services Corporation, and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Name: Jeanne A. Nelson, Notary Public

My Commission Expires: 02-20-2010

Residing in Cook County

EXHIBIT A CAR LIST

<u>Unit</u> <u>Count</u>	<u>AAR</u> <u>Reporting Marks</u>		<u>Unit</u> <u>Count</u>	<u>AAR</u> <u>Reporting Marks</u>	
1	DME	96001	51	DME	96059
2	DME	96002	52	DME	96060
3	DME	96003	53	DME	96061
4	DME	96004	54	DME	96062
5	DME	96005	55	DME	96063
6	DME	96006	56	DME	96064
7	DME	96007	57	DME	96065
8	DME	96008	58	DME	96066
9	DME	96009	59	DME	96067
10	DME	96010	60	DME	96068
11	DME	96011	61	DME	96069
12	DME	96012	62	DME	96070
13	DME	96013	63	DME	96071
14	DME	96014	64	DME	96072
15	DME	96015	65	DME	96073
16	DME	96016	66	DME	96074
17	DME	96017	67	DME	96075
18	DME	96018			
19	DME	96019			
20	DME	96020			
21	DME	96021			
22	DME	96022			
23	DME	96023			
24	DME	96024			
25	DME	96025			
26	DME	96033			
27	DME	96034			
28	DME	96035			
29	DME	96036			
30	DME	96037			
31	DME	96038			
32	DME	96039			
33	DME	96040			
34	DME	96041			
35	DME	96042			
36	DME	96043			
37	DME	96044			
38	DME	96045			
39	DME	96046			
40	DME	96047			
41	DME	96049			
42	DME	96050			
43	DME	96051			
44	DME	96052			
45	DME	96053			
46	DME	96054			
47	DME	96055			
48	DME	96056			
49	DME	96057			
50	DME	96058			

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12/18/07



Robert W. Alvord